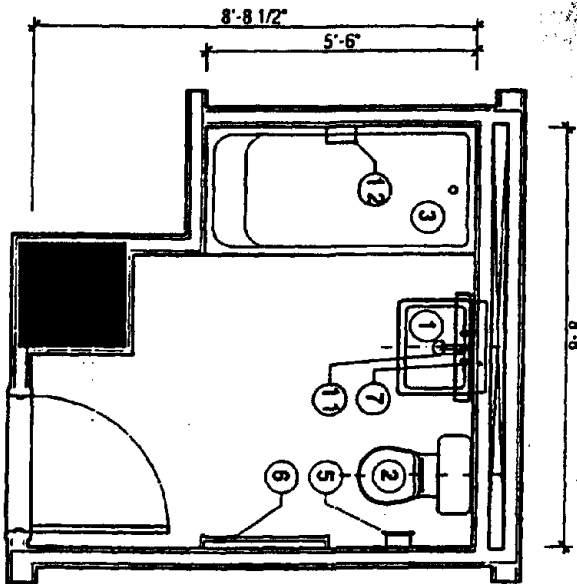


B -13. 1

1 BATHROOM C PLAN



FIXTURES

1. PEDESTAL SINK
2. WATER CLOSET
3. TUB
4. GLASS ENCLOSED SHOWER

ACCESSORIES

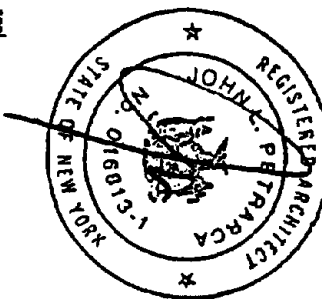
5. PAPER HOLDER
6. TOWEL BAR
7. RECESSED MEDICINE CABINET
8. ROBE HOOK
9. WALL-HUNG MIRROR
10. NOT USED
11. GLASS SHELF
12. SOAP DISH

THE FRANKLIN TOWER

90 FRANKLIN STREET, NEW YORK, NY 10013

ARCHITECT'S CERTIFICATION
STATE OF NEW YORK
COUNTY OF NEW YORK

THIS IS TO CERTIFY THAT THIS PLAN IS AN ACCURATE COPY OF A PORTION OF THE PLANS OF THE BUILDING AS FILED AND APPROVED BY THE DEPARTMENT OF BUILDINGS, CITY OF NEW YORK AND FULLY DEPICTS THE LAYOUT, LOCATION, UNIT DESIGNATION AND APPROXIMATE DIMENSIONS OF THE UNITS TO BE BUILT.



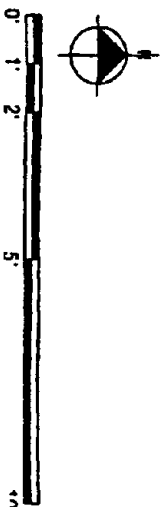
Revised: July 23, 1998
March 1, 1999
date

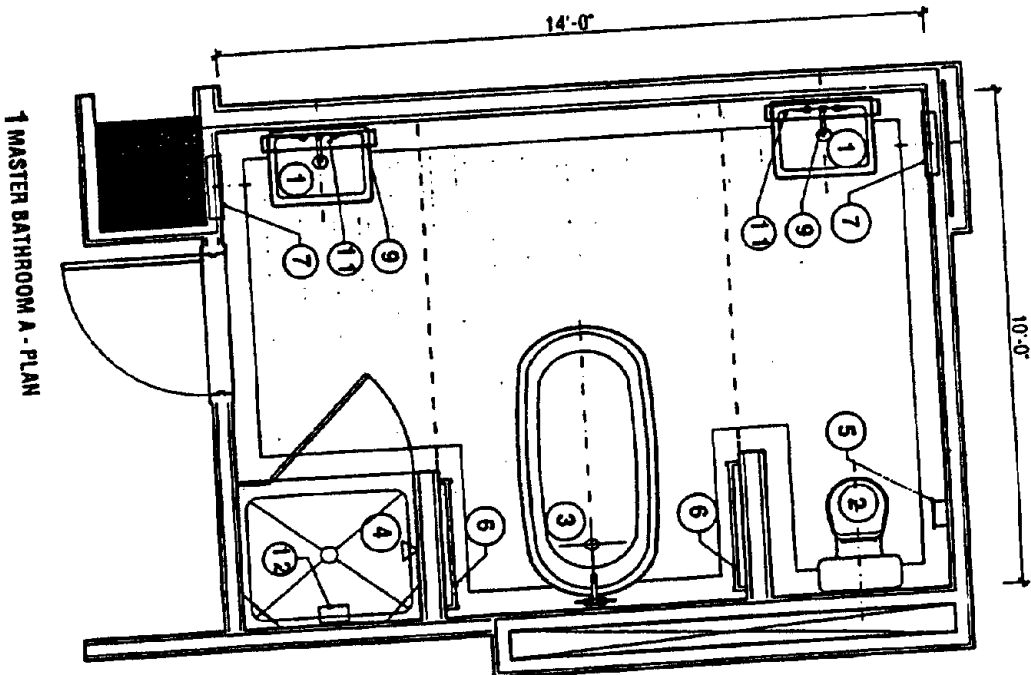
BATHROOM C
FLOORS 2-10
NORTH UNIT

drawing title

AG-17

drawing number





FIXTURES

1. PEDestal SINK
2. WATER CLOSET
3. TUB
4. GLASS ENCLOSED SHOWER

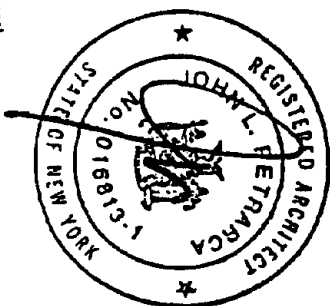
ACCESSORIES

5. PAPER HOLDER
6. TOWEL BAR
7. RECESSED MEDICINE CABINET
8. ROBE HOOK
9. WALL-HUNG MIRROR
10. NOT USED
11. GLASS SHELF
12. SOAP DISH

THE FRANKLIN TOWER
 90 FRANKLIN STREET, NEW YORK, NY 10013

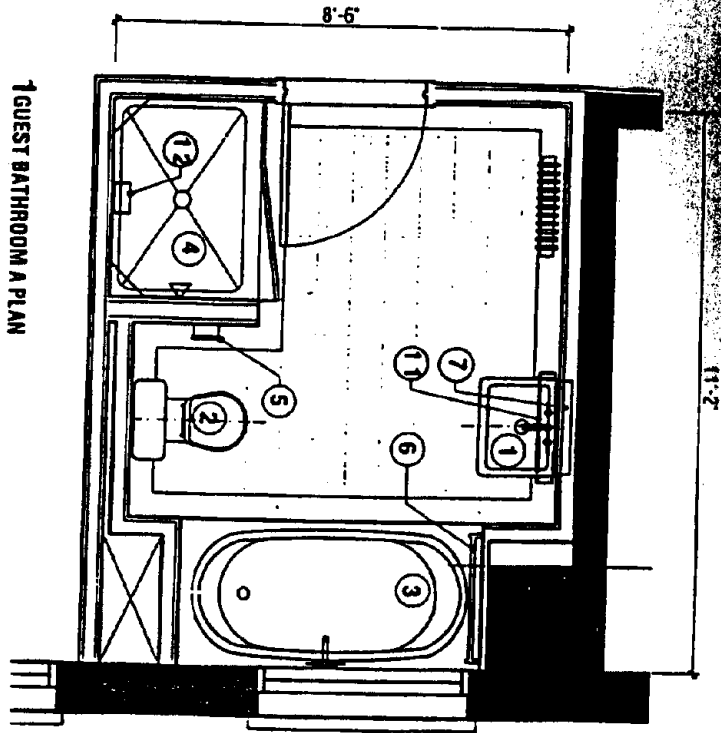
ARCHITECT'S CERTIFICATION
 STATE OF NEW YORK
 COUNTY OF NEW YORK

THIS IS TO CERTIFY THAT THIS PLAN IS AN ACCURATE COPY OF A PORTION OF THE PLANS OF THE BUILDING AS FILED AND APPROVED BY THE DEPARTMENT OF BUILDINGS, CITY OF NEW YORK AND FAIRLY REFLECTS THE LAYOUT, LOCATION, UNIT DESIGNATION AND APPROXIMATE DIMENSIONS OF THE UNITS TO BE BUILT.



seal
 Revised: July 23, 1998
 March 1, 1998
 date
MASTER BATH A
 FLOORS 11-16
 drawing title
AG-18
 drawing number





FIGURES

1. PEDESTAL SINK
2. WATER CLOSET
3. TUB
4. GLASS ENCLOSED SHOWER

ACCESSORIES

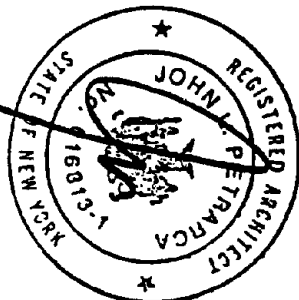
5. PAPER HOLDER
6. TOWEL BAR
7. RECESSED MEDICINE CABINET
8. ROBE HOOK
9. WALL-HUNG MIRROR
10. NOT USED
11. GLASS SHELF
12. SOAP DISH

**THE
FRANKLIN
TOWER**

90 FRANKLIN STREET, NEW YORK, NY 10013

ARCHITECTS CERTIFICATION
STATE OF NEW YORK
COUNTY OF NEW YORK

THIS IS TO CERTIFY THAT THIS PLAN IS AN ACCURATE
COPY OF A PORTION OF THE PLANS OF THE BUILDING AS
FILED AND APPROVED BY THE DEPARTMENT OF
BUILDINGS, CITY OF NEW YORK, AND EARLY DEPT'S
THE LAYOUT, LOCATION, UNIT DESCRIPTION AND
APPROXIMATE DIMENSIONS OF THE UNITS TO BE BUILT.



seal

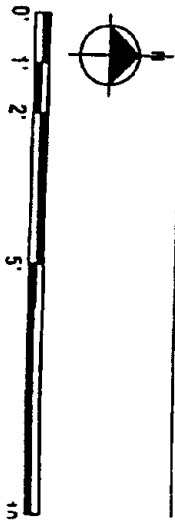
Revised: July 23, 1999
March 1, 1999
date

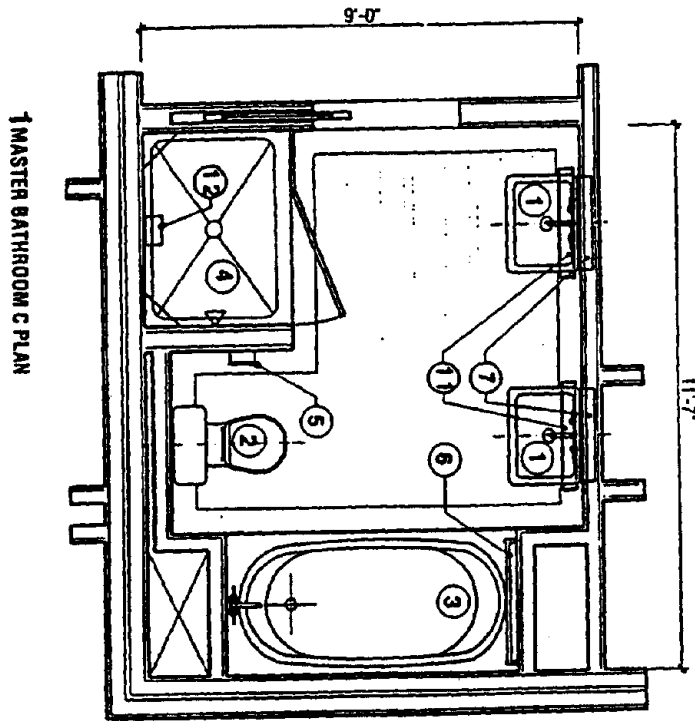
GUEST BATHROOM A
FLOORS 11-16

drawing title

AG-19

drawing number





FIXTURES

1. PEDESTAL SINK
2. WATER CLOSET
3. TUB
4. GLASS ENCLOSED SHOWER

ACCESSORIES

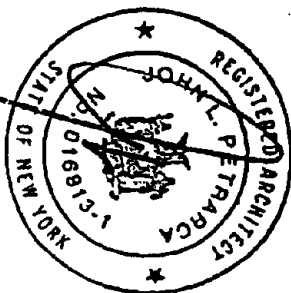
5. PAPER HOLDER
6. TOWEL BAR
7. RECESSED MEDICINE CABINET
8. ROBE HOOK
9. WALL-HUNG MIRROR
10. NOT USED
11. GLASS SHELF
12. SOAP DISH

**THE
FRANKLIN
TOWER**

90 FRANKLIN STREET, NEW YORK, NY 10013

ARCHITECT'S CERTIFICATION
STATE OF NEW YORK
COUNTY OF NEW YORK

THIS IS TO CERTIFY THAT THIS PLAN IS AN ACCURATE COPY OF A PORTION OF THE PLANS OF THE BUILDING AS FILED AND APPROVED BY THE DEPARTMENT OF BUILDINGS, CITY OF NEW YORK AND THAT I DEPICS THE LAYOUT, LOCATION, UNIT DESIGNATION AND APPROPRIATE DIMENSIONS OF THE UNITS TO BE BUILT.

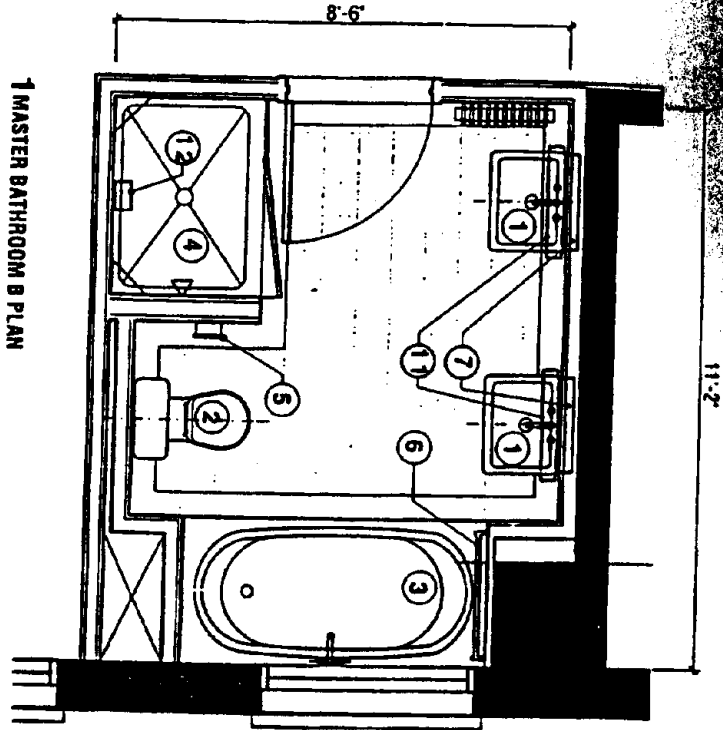


seal
Revised: July 23, 1999
date
March 1, 1993

MASTER BATH C
FLOORS 2-10
NORTH UNIT

drawing title
AG-20
drawing number





1 MASTER BATHROOM B PLAN

FIXTURES

1. PEDESTAL SINK
2. WATER CLOSET
3. TUB
4. GLASS ENCLOSED SHOWER

ACCESSORIES

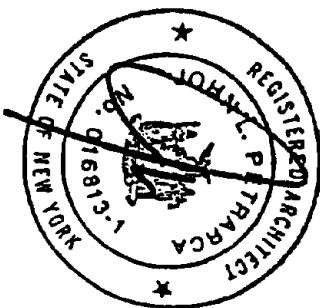
5. PAPER HOLDER
6. TOWEL BAR
7. RECESSED MEDICINE CABINET
8. ROBE HOOK
9. WALL-HUNG MIRROR
10. NOT USED
11. GLASS SHELF
12. SOAP DISH

**THE
FRANKLIN
TOWER**

90 FRANKLIN STREET, NEW YORK, NY 10013

ARCHITECTS CERTIFICATION
STATE OF NEW YORK
COUNTY OF NEW YORK

THIS IS TO CERTIFY THAT THIS PLAN IS AN ACCURATE COPY OF A PORTION OF THE PLANS OF THE BUILDING AS FILED AND APPROVED BY THE DEPARTMENT OF BUILDINGS, CITY OF NEW YORK AND FAMILY DEPTS. THE LAYOUT, LOCATION, UNIT DESIGNATION AND APPROXIMATE DIMENSIONS OF THE UNITS TO BE BUILT.



ssd

Revised: July 23, 1999
March 1, 1999
date

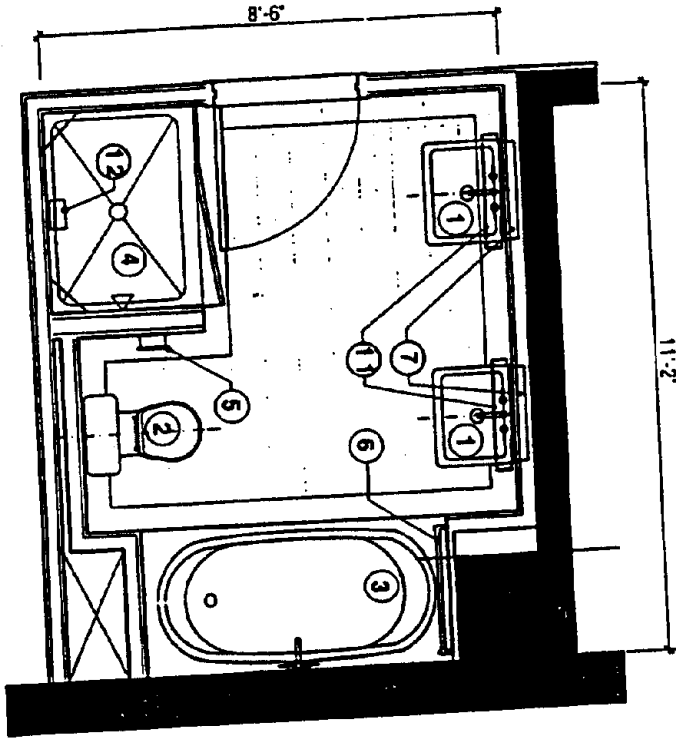
MASTER BATH B
FLOORS 7-10
SOUTH UNIT
drawing title

AG-21

drawing number



1 MASTER BATHROOM B PLAN



FIXTURES

1. PEDESTAL SINK
2. WATER CLOSET
3. TUB
4. GLASS ENCLOSED SHOWER

ACCESSORIES

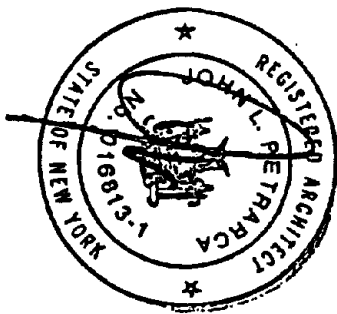
5. PAPER HOLDER
6. TOWEL BAR
7. RECESSED MEDICINE CABINET
8. ROBE HOOK
9. WALL-HUNG MIRROR
10. NOT USED
11. GLASS SHELF
12. SOAP DISH

THE FRANKLIN TOWER

90 FRANKLIN STREET, NEW YORK, NY 10013

ARCHITECT'S CERTIFICATION
STATE OF NEW YORK
COUNTY OF NEW YORK

THIS IS TO CERTIFY THAT THIS PLAN IS AN ACCURATE COPY OF A PORTION OF THE PLANS OF THE BUILDING AS FILED AND APPROVED BY THE DEPARTMENT OF BUILDINGS, CITY OF NEW YORK, AND FAMILY DEPTS. THE LAYOUT, LOCATION, UNIT DESIGNATION AND APPROXIMATE DIMENSIONS OF THE UNITS TO BE BUILT.



seal

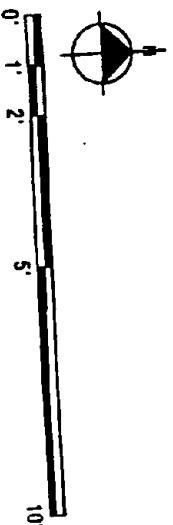
Noted: July 23, 1999
March 1, 1999
date

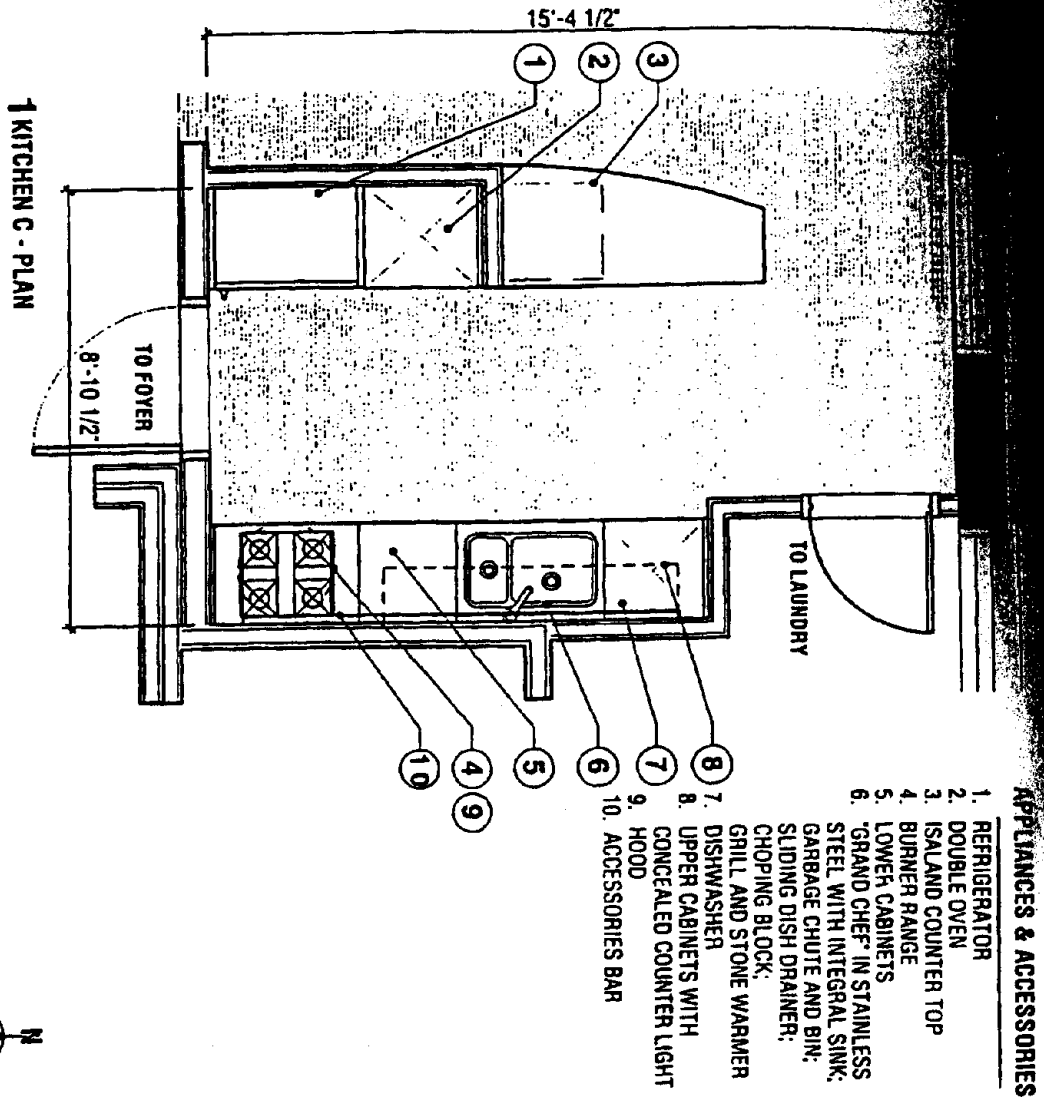
MASTER BATH B
FLOORS 2-6
SOUTH UNIT

drawing title

AG-22

drawing number





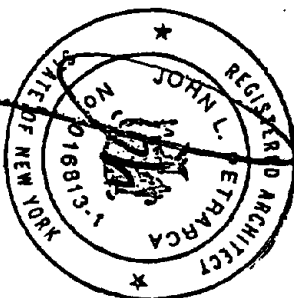
THE FRANKLIN TOWER

90 FRANKLIN STREET, NEW YORK, NY 10013

ARCHITECTS CERTIFICATION

STATE OF NEW YORK
COUNTY OF NEW YORK

THIS IS TO CERTIFY THAT THIS PLAN IS AN ACCURATE COPY OF A PORTION OF THE PLANS OF THE BUILDING AS FILED AND APPROVED BY THE DEPARTMENT OF BUILDINGS, CITY OF NEW YORK AND FAIRLY DEPICTS THE LAYOUT, LOCATION, UNIT DESIGNATION AND APPROXIMATE DIMENSIONS OF THE UNITS TO BE BUILT.



seal

Revised: July 23, 1999

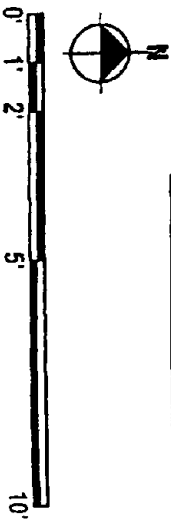
March 1, 1999

date

KITCHEN C
FLOORS 7-10
NORTH UNIT

AG-23

drawing number



**SECOND AMENDMENT
TO THE
CONDOMINIUM OFFERING PLAN
FOR
THE FRANKLIN TOWER
90 FRANKLIN STREET
NEW YORK, NEW YORK 10013**

SECOND AMENDMENT DATED: JULY 1, 1999

The condominium offering plan for the premises known as The Franklin Tower and located at 90 Franklin Street, New York, New York 10013, dated June 3, 1999, as amended by the First Amendment dated June 21, 1999 (the "Plan"), is hereby amended as follows:

1. Price Change.

Effective immediately, the purchase prices of the Units shall be the amounts as set forth on Schedule A annexed hereto.

Please note that purchase prices of Units are subject to further change in accordance with the terms of the Plan.

2. Plan as Amended by this Amendment is Incorporated by Reference.

The Plan, as modified and supplemented hereby, is incorporated herein by reference with the same effect as if set forth herein at length. Accordingly, all provisions, schedules and exhibits heretofore contained in the Plan shall be deemed amended to reflect the provisions contained herein.

3. Definition of Terms.

All capitalized terms used in this Amendment not otherwise defined herein shall have the meanings ascribed to them in the Plan.

4. No Material Change

Except as set forth herein there have been no material changes in the Plan

Dated: July 1, 1999

Sponsor:

CORN ASSOCIATES LLC

SCHEDULE A
THE FRANKLIN TOWER
Schedule of Purchase Prices and Other Related Information
for the Projected First Year of Condominium Operation
October 1, 1999 to September 30, 2000

Unit	Approx. Area (1)	Purchase Price (2)	Percentage of Common Interest (3a)	Residential Relative Interest (3b)	Estimated Common Charges Monthly (4)	Projected Real Estate Taxes without J-61 Benefits (5)		Projected Real Estate Taxes with J-61 Benefits (6)		Projected Total Carrying Charges without J-61 Benefits Monthly (6)		Projected Total Carrying Charges with J-61 Benefits Monthly (6)	
						Monthly	Annual	Monthly	Annual	Monthly	Annual	Monthly	Annual
Residential													
2 North	1,895	\$775,000	2.3404%	2.4427%	\$1,084	\$13,013	\$685	\$8,218	\$665	\$1,769	\$21,232	\$1,750	\$20,997
2 South	2,633	\$1,150,000	3.2518%	3.3939%	\$1,507	\$18,081	\$952	\$11,419	\$924	\$2,458	\$29,499	\$2,431	\$29,173
3 North	1,895	\$815,000	2.3404%	2.4427%	\$1,084	\$13,013	\$685	\$8,218	\$665	\$1,769	\$21,232	\$1,750	\$20,997
3 South	2,633	\$1,295,000	3.2518%	3.3939%	\$1,507	\$18,081	\$952	\$11,419	\$924	\$2,458	\$29,499	\$2,431	\$29,173
4 North	1,895	\$835,000	2.3404%	2.4427%	\$1,084	\$13,013	\$685	\$8,218	\$665	\$1,769	\$21,232	\$1,750	\$20,997
4 South	2,633	\$1,325,000	3.2518%	3.3939%	\$1,507	\$18,081	\$952	\$11,419	\$924	\$2,458	\$29,499	\$2,431	\$29,173
5 North	1,895	\$895,000	2.3404%	2.4427%	\$1,084	\$13,013	\$685	\$8,218	\$665	\$1,769	\$21,232	\$1,750	\$20,997
5 South	2,633	\$1,350,000	3.2518%	3.3939%	\$1,507	\$18,081	\$952	\$11,419	\$924	\$2,458	\$29,499	\$2,431	\$29,173
6 North	1,895	\$925,000	2.3404%	2.4427%	\$1,084	\$13,013	\$685	\$8,218	\$665	\$1,769	\$21,232	\$1,750	\$20,997
6 South	2,633	\$1,395,000	3.2518%	3.3939%	\$1,507	\$18,081	\$952	\$11,419	\$924	\$2,458	\$29,499	\$2,431	\$29,173
7 North	1,895	\$980,000	2.3404%	2.4427%	\$1,084	\$13,013	\$685	\$8,218	\$665	\$1,769	\$21,232	\$1,750	\$20,997
7 South	2,633	\$1,450,000	3.2518%	3.3939%	\$1,507	\$18,081	\$952	\$11,419	\$924	\$2,458	\$29,499	\$2,431	\$29,173
8 North	1,895	\$995,000	2.3404%	2.4427%	\$1,084	\$13,013	\$685	\$8,218	\$665	\$1,769	\$21,232	\$1,750	\$20,997
8 South	2,633	\$1,690,000	3.2518%	3.3939%	\$1,507	\$18,081	\$952	\$11,419	\$924	\$2,458	\$29,499	\$2,431	\$29,173
9 North	1,895	\$1,050,000	2.3404%	2.4427%	\$1,084	\$13,013	\$685	\$8,218	\$665	\$1,769	\$21,232	\$1,750	\$20,997
9 South	2,633	\$1,695,000	3.2518%	3.3939%	\$1,507	\$18,081	\$952	\$11,419	\$924	\$2,458	\$29,499	\$2,431	\$29,173
10 North	1,895	\$1,095,000	2.3404%	2.4427%	\$1,084	\$13,013	\$685	\$8,218	\$665	\$1,769	\$21,232	\$1,750	\$20,997
10 South	2,633	\$1,795,000	3.2518%	3.3939%	\$1,507	\$18,081	\$952	\$11,419	\$924	\$2,458	\$29,499	\$2,431	\$29,173
11	5,027	\$2,995,000	6.2084%	6.4787%	\$2,877	\$34,520	\$1,817	\$21,801	\$1,765	\$4,693	\$56,321	\$4,641	\$55,688
12	5,027	\$3,125,000	6.2084%	6.4787%	\$2,877	\$34,520	\$1,817	\$21,801	\$1,765	\$4,693	\$56,321	\$4,641	\$55,688
13	5,027	\$3,225,000	6.2084%	6.4787%	\$2,877	\$34,520	\$1,817	\$21,801	\$1,765	\$4,693	\$56,321	\$4,641	\$55,688
14	5,027	\$3,325,000	6.2084%	6.4787%	\$2,877	\$34,520	\$1,817	\$21,801	\$1,765	\$4,693	\$56,321	\$4,641	\$55,688
15	5,027	\$3,425,000	6.2084%	6.4787%	\$2,877	\$34,520	\$1,817	\$21,801	\$1,765	\$4,693	\$56,321	\$4,641	\$55,688
16	5,027	\$3,995,000	6.2084%	6.4787%	\$2,877	\$34,520	\$1,817	\$21,801	\$1,765	\$4,693	\$56,321	\$4,641	\$55,688
17	7,764	\$5,995,000	8.2333%	8.5923%	\$3,815	\$45,775	\$2,409	\$28,909	\$2,357	\$6,224	\$74,685	\$6,172	\$74,082
Residential Total	78,678	\$47,885,000	85.8135%	100.0000%	\$44,396	\$532,736	\$28,938	\$338,461	\$27,263	\$72,433	\$868,190	\$71,648	\$859,778
Commercial													
A	6,362	N/A	4.0552%	N/A	\$997	\$11,967	-	-	-	-	-	-	-
B	1,412	N/A	0.1221%	N/A	\$30	\$360	-	-	-	-	-	-	-
C	106	N/A	0.0092%	N/A	\$2	\$22	-	-	-	-	-	-	-
Commercial Total	8,331		4.1865%		\$1,030	\$12,354							

**FIRST AMENDMENT
TO THE
CONDOMINIUM OFFERING PLAN
FOR
THE FRANKLIN TOWER
90 FRANKLIN STREET
NEW YORK, NEW YORK 10013**

FIRST AMENDMENT DATED: JUNE 21st, 1999

The condominium offering plan for the premises known as The Franklin Tower and located at 90 Franklin Street, New York, New York 10013, dated June 3, 1999 (the "Plan"), is hereby amended as follows:

1. Price Change.

Effective immediately, the purchase prices of the Units shall be the amounts as set forth on Schedule A annexed hereto.

Please note that purchase prices of Units are subject to further change in accordance with the terms of the Plan.

2. Plan as Amended by this Amendment is Incorporated by Reference.

The Plan, as modified and supplemented hereby, is incorporated herein by reference with the same effect as if set forth herein at length. Accordingly, all provisions, schedules and exhibits heretofore contained in the Plan shall be deemed amended to reflect the provisions contained herein.

3. Definition of Terms.

All capitalized terms used in this Amendment not otherwise defined herein shall have the meanings ascribed to them in the Plan.

4. No Material Change

Except as set forth herein there have been no material changes in the Plan.

Dated: June 21st, 1999

Sponsor:

CORN ASSOCIATES LLC

THE FRANKLIN TOWER
Schedule of Purchase Prices and Other Related Information
for the Projected First Year of Condominium Operation
October 1, 1999 to September 30, 2000

Unit	Approx. Area (1)	Purchase Price (2)	Percentage of Common Interest (3a)	Residential Relative Interest (3b)	Estimated Common Charges Monthly (4)	Projected Real Estate Taxes without J-51 Benefits Monthly (5)	Projected Real Estate Taxes with J-51 Benefits Monthly (6)	Projected Total Carrying Charges without J-51 Benefits Monthly (7)	Projected Total Carrying Charges with J-51 Benefits Monthly (8)	Projected Annual (9)
Residential										
2 North	1,895	\$776,000	2.3404%	2.4427%	\$1,084	\$985	\$985	\$1,769	\$1,750	\$20,997
2 South	2,633	\$1,150,000	3.2518%	3.3939%	\$1,507	\$952	\$924	\$2,458	\$2,431	\$29,173
3 North	1,895	\$815,000	2.3404%	2.4427%	\$1,084	\$685	\$685	\$1,769	\$1,750	\$20,997
3 South	2,633	\$1,295,000	3.2516%	3.3939%	\$1,507	\$952	\$924	\$2,458	\$2,431	\$29,173
4 North	1,895	\$835,000	2.3404%	2.4427%	\$1,084	\$685	\$685	\$1,769	\$1,750	\$20,997
4 South	2,633	\$1,325,000	3.2518%	3.3939%	\$1,507	\$952	\$924	\$2,458	\$2,431	\$29,173
5 North	1,895	\$895,000	2.3404%	2.4427%	\$1,084	\$685	\$685	\$1,769	\$1,750	\$20,997
5 South	2,633	\$1,350,000	3.2518%	3.3939%	\$1,507	\$952	\$924	\$2,458	\$2,431	\$29,173
6 North	1,895	\$925,000	2.3404%	2.4427%	\$1,084	\$685	\$685	\$1,769	\$1,750	\$20,997
6 South	2,633	\$1,395,000	3.2518%	3.3939%	\$1,507	\$952	\$924	\$2,458	\$2,431	\$29,173
7 North	1,895	\$980,000	2.3404%	2.4427%	\$1,084	\$685	\$685	\$1,769	\$1,750	\$20,997
7 South	2,633	\$1,450,000	3.2518%	3.3939%	\$1,507	\$952	\$924	\$2,458	\$2,431	\$29,173
8 North	1,895	\$985,000	2.3404%	2.4427%	\$1,084	\$685	\$685	\$1,769	\$1,750	\$20,997
8 South	2,633	\$1,540,000	3.2518%	3.3939%	\$1,507	\$952	\$924	\$2,458	\$2,431	\$29,173
9 North	1,895	\$1,050,000	2.3404%	2.4427%	\$1,084	\$685	\$685	\$1,769	\$1,750	\$20,997
9 South	2,633	\$1,695,000	3.2518%	3.3939%	\$1,507	\$952	\$924	\$2,458	\$2,431	\$29,173
10 North	1,895	\$1,095,000	2.3404%	2.4427%	\$1,084	\$685	\$685	\$1,769	\$1,750	\$20,997
10 South	2,633	\$1,795,000	3.2518%	3.3939%	\$1,507	\$952	\$924	\$2,458	\$2,431	\$29,173
11	5,027	\$2,995,000	6.2084%	6.4797%	\$2,877	\$1,817	\$1,765	\$4,693	\$4,641	\$55,698
12	5,027	\$3,125,000	6.2084%	6.4797%	\$2,877	\$1,817	\$1,765	\$4,693	\$4,641	\$55,698
13	5,027	\$3,225,000	6.2084%	6.4797%	\$2,877	\$1,817	\$1,765	\$4,693	\$4,641	\$55,698
14	5,027	\$3,325,000	6.2084%	6.4797%	\$2,877	\$1,817	\$1,765	\$4,693	\$4,641	\$55,698
15	5,027	\$3,425,000	6.2084%	6.4797%	\$2,877	\$1,817	\$1,765	\$4,693	\$4,641	\$55,698
16	5,027	\$3,995,000	6.2084%	6.4797%	\$2,877	\$1,817	\$1,765	\$4,693	\$4,641	\$55,698
17	7,784	\$5,995,000	8.2333%	8.5924%	\$3,815	\$2,409	\$2,357	\$6,224	\$6,172	\$74,082
Residential Total	78,878	\$47,445,000	95.8135%	100.0000%	\$44,386	\$28,638	\$27,263	\$72,433	\$71,648	\$868,778
Commercial										
A	6,362	N/A	4.0532%	N/A	\$997	\$11,967	-	-	-	-
B	1,412	N/A	0.1221%	N/A	\$30	\$360	-	-	-	-
C	106	N/A	0.0082%	N/A	\$2	\$22	-	-	-	-
Commercial Total	8,331		4.1886%		\$1,030	\$12,364				
TOTAL:	87,009	\$47,445,000	100.0000%	100.0000%	\$45,424	\$545,083				